

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS
WESTERN DIVISION

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| In re |) | |
| |) | Chapter 11 |
| |) | Case No. 14-30798-HJB |
| LAMSON AND GOODNOW |) | |
| MANUFACTURING COMPANY |) | |
| |) | |
| Debtor |) | |

| | | |
|-------------------------|---|-----------------------|
| In re |) | |
| |) | Chapter 11 |
| |) | Case No. 14-30799-HJB |
| LAMSON AND GOODNOW, LLC |) | |
| |) | |
| |) | |
| Debtor |) | |

| | | |
|--------------------------------|---|------------------------|
| In re |) | |
| |) | Chapter 11 |
| |) | Case No. 14-307801-HJB |
| LAMSON AND GOODNOW RETAIL, LLC |) | |
| |) | |
| Debtor |) | |

**MOTION BY DEBTORS AND DEBTORS IN POSSESSION FOR ENTRY OF ORDER
DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES**

Lamson and Goodnow, LLC, (“LLC”), Lamson and Goodnow Manufacturing Company (“Company”) and Lamson and Goodnow Retail, LLC (“Retail”), hereby move this Court for the entry of order pursuant to Rule 1015 (b) of the Federal Rules of Bankruptcy Procedure (“FRBP”) and Rule 1015-1(a) of the Massachusetts Local Bankruptcy Rules (“MLBR”) directing the joint administration of their Chapter 11 cases. The requested joint administration would be for procedural purposes only. The Debtors are affiliates as defined under 11 U.S.C. §101, et seq. of the United States Bankruptcy Code. Approval of this motion will eliminate the need to file duplicative motions and will ease the administrative burden on the Court and all interested parties. The Debtors request that this Court designate the case captioned Lamson and Goodnow Manufacturing Company as the lead case in these bankruptcy proceedings. In further

support of this motion, the Debtors state as follows:

1. On August 15, 2014, (the “petition date”), the Debtors filed voluntary petitions under Chapter 11 of title 11 of the United States Bankruptcy Code (“Code”) with this Court.
2. The Debtors continue to operate as debtors-in- possession pursuant to §§1107 and 1108 of the Code and no Trustee or committee has been appointed in these cases.
3. The Debtors collectively work out of 4 buildings located at 45 Conway Street , Shelburne Falls, Buckland, Massachusetts where they engage in the business of manufacturing of cutlery and tools and the retail sales of forged cutlery and kitchen accessories.
4. Manufacturing is a Massachusetts Corporation which was formed in 1851 and is owned 100% by J. Ross Anderson.
5. LLC is a Massachusetts limited liability company and J. Ross Anderson is the sole member and manager.
6. Retail is a Massachusetts limited liability company and J. Ross Anderson is the sole member and manager.
7. The cause of the bankruptcy filings is traced to the business plan set forth by a former employee Brian Hayes who resigned as President of Manufacturing and Manager of the LLC in April of 2014. J. Ross Anderson resumed control of the Debtors and appointed James Pelletier as Chief Operating officer and collectively the Debtors took immediate steps to reduce expenses and to focus on product lines which were successful and profitable.
8. Cash flow constraints based in part on a tightening of credit by the Debtors secured lender has resulted in the need to file the bankruptcy proceedings.
9. Management of all three Debtors is the same and Newtek Small Business Finance, Inc. (“Newtek”) holds a blanket security interest in all assets of the three Debtors plus a first mortgage position on the real property where the Debtors operate.
10. FRBP 1015(b) provides that if two or more petitions are pending in the same court by or against a debtor and an affiliate, “the court may order a joint administration of the estates.”
11. MLBR 1015-1 (a)(3) provides that “the Court shall grant the motion for joint administration if it is likely to ease the administrative burden on the parties and the Court.”

12. The Debtors are all affiliates and the filing of each of the bankruptcy cases was caused by the Debtors' shared financial distress.
13. Joint administration of the Debtors' cases is appropriate. The Debtors expect to file notices, applications, motions and other pleadings and orders that are applicable to all Debtors. Joint administration will permit all parties in interest to include all of the Debtors' respective cases in a single caption on the documents that will be filed and served in these cases. Joint administration will also enable parties in interest in each case to be apprised of all matters before the Court in each of the cases and will enable all of the Debtors to utilize a single creditor service list, eliminating duplication.
14. The books and records of the Debtors do reveal some affiliate debt between them but the amount is insignificant to the overall debt in the cases.
15. Joint administration will permit the Clerk of the Court to utilize a single general docket for these cases and combine notices to creditors of all of the Debtors estates and other parties in interest. Joint administration will simplify the supervision of the administrative aspects of the cases by the Court and the Office of the United States Trustee .
16. The entry of an order of joint administration will significantly reduce the number of pleadings that otherwise would be filed with the Clerk of this Court thereby reducing potential administrative costs and provide for a more efficient administration of the collective bankruptcy proceedings.
17. The Debtors are not aware of any facts that would give rise to any potential conflicts of interest caused by joint administration. The Debtors are not seeking substantive consolidation of their respective Chapter 11 cases at this time. The rights of the creditors of each of the Debtors will not be adversely affected nor prejudiced by the entry of an order directing the joint administration of these cases.
18. To the extent that proofs of claims are filed it is expected that each creditor will be required to file a claim against each Debtor to the extent that said creditor may have claim. Should this motion be allowed, each Debtor will keep separate account of the assets and liabilities of each of their respective estates.
19. For all of the foregoing reasons, the Debtors respectfully request that the Court enter an order providing for the joint administration of the Debtors' cases. The Debtors believe

that the joint administration of their respective estates is warranted and will ease the administrative burden for the Courts and the parties and reduce administrative costs to the estates.

20. The Debtors have served this Motion by first class mail, facsimile or electronic mail, upon (a) all known secured creditors, (b) taxing authorities, (c) the 20 largest unsecured creditors in each respective case, and (d) the office of the United States Trustee .

WHEREFORE, the Debtors respectfully request the entry of an order: (a) authorizing the joint administration of the Debtors' Chapter 11 cases, (b) designating In re Lamson and Goodnow Manufacturing Company as the lead case, and (c) granting such other and further relief as the Court deems appropriate.

THE DEBTORS

**LAMSON AND GOODNOW MANUFACTURING
COMPANY
LAMSON AND GOODNOW, LLC
LAMSON AND GOODNOW RETAIL, LLC**
By Their proposed Counsel

/s/Gary M. Weiner
Gary M. Weiner, Esq., BBO # 548341
Jennifer Butler, Esq., BB0#685152
WEINER & LANGE, P.C.
95 State Street, Suite 918
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Tel. (413) 732-6840
Fax. (413) 785-5666
Email: Gweiner@Weinerlegal.com
Date: August 15, 2014

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MASSACHUSETTS
WESTERN DIVISION

In re

)
) Chapter 11
) Case No. 14-30798-HJB
)

LAMSON AND GOODNOW
MANUFACTURING COMPANY

)
)
) Debtor
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)
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In re

)
) Chapter 11
) Case No. 14-30799-HJB
)

LAMSON AND GOODNOW, LLC

)
)
) Debtor
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)
)

In re

)
) Chapter 11
) Case No. 14-30801-HJB
)

LAMSON AND GOODNOW RETAIL, LLC

)
)
) Debtor
)
)
)

CERTIFICATE OF SERVICE

I, Gary M. Weiner, Esq., do hereby certify that on the 15th day of August, 2014, a copy of the Motion by Debtors and Debtors in Possession for Entry of Order Directing Joint Administration of Chapter 11 Cases was mailed via first class mail, postage pre-paid, or via electronic mailing to the following parties and to those on the attached three Lists of Top Twenty Creditors:

United States Trustee

Richard King, United States Trustee
USTPRegion01.WO.ECF@USDOJ.GOV

Debtors

Lamson And Goodnow Manufacturing Company
45 Conway Street
Shelburne Falls, MA 01370

Lamson and Goodnow, LLC
45 Conway Street
Shelburne Falls, MA 01370

Lamson and Goodnow Retail, LLC
45 Conway Street
Shelburne Falls, MA 01370

Interested Parties

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Massachusetts Department of Revenue
Bankruptcy Unit
PO Box 9564
Boston, MA 02114-9564

Newtek Small Business Finance, Inc.
2nd Floor
60 Hempstead Avenue
West Hempstead, NY 11552

U.S. Small Business Administration
Birmingham Disaster Loan Servicing Center
801 Tom Martin Drive, Suite 120
Birmingham, AL 35211

DIP Lending
Attn: Jack Miller
1001 W. Cypress Creek Road
Suite 406
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jmiller@diplending.com

Albert A. Ciardi, III, Esq.
Ciardi Ciardi & Astin
Suite 3500 One Commerce Square
Philadelphia PA 19103

/s/ Gary M. Weiner

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
LAMSON AND GOODNOW MANUFACTURING COMPANY
14-30798-HJB

TransCanada Hydro Northeast
450 - 1 Street SW
Calgary AB T2P 5H1
CANADA
richardschaler@transcanada.com

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Airgas
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PO Box 934502
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UPS Mfg
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Reynolds
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Skoler, Abbott & Presser
1 Monarch Place Suite 2000
Springfield, MA 01144

Blue Cross Blue Shield
PO Box 371318
Pittsburgh, PA 15250

Kinamore
63 N. Plains Industrial Road
Wallingford, CT

Town of Buckland
17 State St
Shelburne Falls, MA 01370

Pullman Comley
90 State House Square
Hartford, CT 06103

Shilling Forge
606 Factory Avenue
Syracuse NY 03208

Travelers
450 Columbus Blvd
Hartford CT 06103

Prime Materials
72 Commerce Drive
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N.E. Heat Treat
101 Springfield Road
Westfield, MA 01085

Plastic Design
180 Middlesex Street
N Chelmsford MA 01863

Rochester Abrasives
65 Pixley Industrial Parkway
Rochester, NY 14624

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LAMSON AND GOODNOW, LLC
14-30799-HJB

Melanson Heath
51 Davis Street
Greenfield, MA 01301

UPS
PO Box 7247-0277
Philadelphia, PA 19170

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Holland Bowl
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Holland MI 49422

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Naperville IL 60563

James Veale
52 High Pine Circle
Wilbraham, MA 01095

Ursini Smith & Associates
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Park Ridge IL 60068

Donald Turano
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Canton GA 30115

Trumpf Finance
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Mt. Tom Box
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Pawtucket RI 02861

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Wood Work
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Fort Worth TX 76117

Blue Cross Blue Shield
PO Box 371318
Pittsburgh, PA 15250

The Lundgren Group
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Clayton CA 94517

Knifesafe
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Greenfield, MA 01301

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Lizslsk@aol.com

Gs, Inc.
885 South Main Street
Pascoag, RI 02859

Global Market
156 Halsey Road
Parsippany NJ 07064

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
LAMSON AND GOODNOW RETAIL, LLC
14-30801-HJB

Lamson And Goodnow, LLC
45 Conway Street
Shelburne Falls, MA 01370

The Recorder
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Lake Champlain Chocolates
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Pizza Craft
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25-2 41 Avenue
Long Island City NY 11101

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900 Merchants Concourse, Suite 211
Westbury, NY 11590

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/s/ Gary M. Weiner

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